NOTICE FOR CALLING ANNUAL GENERAL MEETING

Notice is hereby given that the 40th Annual General Meeting of the members of **Dr. M. Induscorp Limited** will be held on **Wednesday, 30th day of September 2026 at 11:30 A.M.** at Registered Office of the Company at **18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, Delhi-110005** to transact the following business:

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 together with the Auditors' Report and Directors' Report thereon.

2. To appoint a director in place of **Mrs. Ruchi Gupta (DIN: 02448278),** who retires by rotation and being eligible, offers herself for re-appointment.

3. To re-appoint **M/s Ishita Gupta & Associates (FRN: 024379C),** as Statutory Auditors of the Company and to fix their remuneration.

AS SPECIAL BUSINESS:

4. TO RE-APPOINT MR. PREM PRAKASH (DIN: 00289179) AS MANAGING DIRECTOR OF THE COMPANY.

To consider and, if thought fit, to pass the following resolution with or without modification(s) as a Special Resolution: -

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and applicable SEBI Regulations, if any, the provisions of the Articles of Association of the Company, and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for the re-appointment of Mr. Prem Prakash (DIN: 00289179), who has attained the age of 82 (Eighty-Two) years, as the Managing Director of the Company, for a period of 3 (Three) years with effect from 30th September, 2026, whose office shall not be liable to retire by rotation, on such terms and conditions as may be determined by the Board of Directors from time to time, and upon the following remuneration:

a) Salary: Upto Rs. 5,00,000/- (Rupees Five Lakh only) per month exclusive of perquisites and other benefits.

b) Perquisites and other benefits: Such other perquisites, allowances, benefits and facilities as may be determined and approved by the Board of Directors from time to time, subject to the overall limits prescribed under the Companies Act, 2013 and Schedule V thereto.

c) Minimum Remuneration in case of No Profit or Inadequate Profit: Notwithstanding anything contained hereinabove, where in any financial year during his tenure as Managing Director, the Company has no profits or its profits are inadequate, Mr. Prem Prakash (DIN: 00289179) shall be entitled to receive the approved remuneration as minimum remuneration, together with such perquisites and benefits as may be applicable, subject to the limits and conditions prescribed under Section 197 read with Schedule V to the Companies Act, 2013, and subject to such approvals, if any, as may be required under the Act and applicable regulations.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter, vary or modify the terms and conditions of re-appointment and remuneration of Mr. Prem Prakash (DIN: 00289179), within the overall limits prescribed under the Companies Act, 2013, Schedule V thereto and applicable SEBI Regulations, and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution."

5. TO RE-APPOINT MR. SUJEET KUMAR AS AN INDEPENDENT DIRECTOR FOR SECOND TERM

To consider and, if thought fit, to pass the following resolution with or without modification(s) as a Special Resolution: -

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), and the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, consent and approval of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Sujeet Kumar (DIN: 09283629) as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years commencing from 16th August, 2026 and ending on 15th August, 2031.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be necessary, desirable or expedient to give effect to this resolution."

6. TO APPOINT MR. PANKAJ GUPTA (DIN: 00289145) AS WHOLE-TIME DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass the following resolution with or without modification(s) as a Special Resolution: -

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and applicable SEBI Regulations, if any, the provisions of the Articles of Association of the Company, and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for the appointment of Mr. Pankaj Gupta (DIN: 00289145), as a Whole-Time Director of the Company, for a period of three (3) years w.e.f. 14.08.2026, whose office shall be liable to retire by rotation, on such terms and conditions as may be determined by the Board of Directors from time to time, and upon the following remuneration:

a) **Salary:** Upto Rs. 5,00,000/- (Rupees Five Lakh only) per month exclusive of perquisites and other benefits.

b) **Perquisites and other benefits:** Such other perquisites, allowances, benefits and facilities as may be determined and approved by the Board of Directors from time to time, subject to the overall limits prescribed under the Companies Act, 2013 and Schedule V thereto.

c) **Minimum Remuneration in case of No Profit or Inadequate Profit:** Notwithstanding anything contained hereinabove, where in any financial year during his tenure as Whole-Time Director, the Company has no profits or its profits are inadequate, Mr. Pankaj Gupta shall be entitled to receive the approved remuneration as minimum remuneration, together with such perquisites and benefits as may be applicable, subject to the limits and conditions prescribed under Section 197 read with Schedule V to the Companies Act, 2013, and subject to such approvals, if any, as may be required under the Act and applicable regulations.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter, vary or modify the terms and conditions of appointment and remuneration of Mr. Pankaj Gupta, within the overall limits prescribed under the Companies Act, 2013, Schedule V thereto and applicable SEBI Regulations, and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution."

BY ORDER OF THE BOARD

SD/-
PREM PRAKASH
MANAGING DIRECTOR
DIN: 00289179
DATE: 28.08.2026
PLACE: NEW DELHI
ADD: 18B/1, D.B. GUPTA ROAD, KAROL BAGH, NEW DELHI-110005

NOTES:

• A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll, instead of himself/ herself and the proxy need not be a member of the Company. A proxy in order to be effective must be lodged at the registered office of the Company at least forty years (48) hours before the time of the meeting.

• A person can act as proxy on behalf of members not exceeding fifty (50) members and holding in the aggregate not more than ten percent of the total share capital of the company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

• The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and SEBI LODR with respect to the items no. 03, 04, 05 & 06 set out in the Notice is annexed as **Annexure - A**.

• The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 26th September, 2026 to Wednesday, 30th September, 2026. (Both days inclusive).

• The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company's Registrar and Share Transfer Agent namely **SKYLINE FINANCIAL SERVICES PVT. LTD.**

• Members/Proxies should bring Attendance Slips duly filled and signed in for attending the meeting.

• In case of joint holders attending the meeting, only such joint-holder who is higher in the order of names will be entitled to vote at the Meeting.

• Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorized under the said Board Resolution to attend and vote on their behalf at the Meeting.

• Shareholders seeking any information with regard to Accounts are requested to write to the Company at least Seven (7) days before the date of the meeting so as to enable the management to keep the information ready.

• Members are requested to:

Notify any change in their address to the Company including PIN CODE to the Registrar and Share Transfer Agent of the Company namely:

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

D-153A, 1ST FLOOR, OKHLA INDUSTRIAL AREA PHASE-I, NEW DELHI- 110020

PH. +91-11-64732681 to 88

E-mail: admin@skylinerta.com

• Members whose shareholding is in electronic mode are requested to direct change of address notifications and bank particulars for receiving the dividend, if declared, through electronic credit under ECS, to their respective Depository Participants.

• Bring their copies of Annual Report with them to the meeting as the same will not be supplied again at the Meeting as a measure of economy.

• In compliance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 and the rules made thereunder, the Annual Report of the Company for the financial year **2025-26** is being sent by electronic mode to those Members whose email addresses are registered with the Company/Registrar and Share Transfer Agent/Depository Participant(s). Members who have not registered their email addresses are requested to register/update their email addresses with the Company/Registrar and Share Transfer Agent/Depository Participant(s), as applicable, for receiving the Annual Report, Notices, Circulars and other communications from the Company.

• The Company has also published the requisite notice for the Members whose email addresses are not registered, informing them about the manner in which they may register/update their email addresses and access the Annual Report and other communications of the Company.

• **Voting through electronic means:**

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting (facility to cast vote prior to the AGM) to its members in respect of business to be transacted at the AGM. The facility of casting the votes by the members using an electronic voting system from a place other than venue of Annual General Meeting (AGM) (**"remote e-voting"**) will be provided by Central Depository Services (India) Limited (CDSL). The remote e-voting rights of the members /beneficial owners shall be reckoned in proportion to the equity shares held by them in the Company as on Wednesday, **23rd September, 2026** (Cut-off date fixed for determining the eligibility to vote by electronic means or by ballot in the AGM). Detailed instructions for availing the e-voting facility is annexed as **Annexure - B.**

• **Details of Scrutinizers**

Ms. Kavita, Partner of M/s. A. K. Nandwani & Associates, Company Secretaries in Practice (Membership No FCS 9115), has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the e-voting process and Ballot for the Annual General Meeting in a fair and transparent manner.

• The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of polling paper for all those members present at the AGM but have not cast their vote by availing remote e-voting facility.

• Immediately after the conclusion of voting at the AGM, the scrutinizer will first count the votes cast at the AGM and thereafter unblock the votes cast through remote e- voting in the presence of at least two witnesses not in the employment of company. The scrutinizer will prepare a consolidated scrutinizer's Report of the total votes cast in favor or against and submit consolidated report on or before **01st October, 2026**. This report shall be made to the Chairman or any other person authorized by the Chairman, who will then declare the result of the voting.

- The Results declared along with the Scrutinizer's Report(s) shall be placed on the website of the Company viz www.drminduscorp.com and on CDSL's website viz. www.evotingindia.com immediately after the declaration of results by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the Shares of the Company are listed.

- All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 A.M to 12:00 NOON) on all working days up to and including the date of the Annual General Meeting of the Company.

- Details of the Directors seeking appointment/re-appointment at the ensuing Annual General Meeting, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 (SS-2) on General Meetings, issued by the Institute of Company Secretaries of India, have been provided separately with this Notice as **Annexure – C**.

OTHER USEFUL INFORMATION FOR SHAREHOLDERS:

SEBI vide its circular dated 3rd November, 2021 mandated the shareholders holding shares in physical form to update KYC details viz. PAN, Bank Account, communication and nomination and also to ensure the holder's PAN is linked with Aadhaar as per the date specified by the Central Board of Direct Taxes. In case PAN is not linked with Aadhaar within specified time, RTA will freeze the holdings held under such folio.

The concerned shareholders are requested to verify the details, and if not updated, send the requisite details with supporting documents, to our Registrar and Share Transfer Agent (RTA) in the following prescribed forms which are also available at the Company's website viz. www.drminduscorp.com.

S. No.	Particulars	Form No.
1	PAN^, Address, E-mail address, Mobile number, demat account details, Bank account details, Updation of specimen signature.	ISR-1 along with ISR-2
2	Nomination details*	SH-13
3	Declaration to opt out of nomination*	ISR-3

^Mandatory
** In case you are opting not to provide nomination, submit ISR-3 in place of SH-13.*

- Shareholders holding shares in electronic form are requested to update their e-mail address, phone number and address for correspondence with their respective depositories (DPs).
- Shares held in the physical form by the shareholders shall be frozen if the requisite KYC are not updated by 1st April, 2023 and not eligible to i) lodge grievance and avail any service request; and ii) for receipt of dividend in physical mode.
- As mandated by SEBI vide its circular dated 25th January, 2022, shareholders are requested to submit Form ISR-4 along with the relevant documents for request pertaining to issue of duplicate share certificate, transmission and transposition, endorsement, sub-division/splitting, consolidation and claiming shares, if any, transferred to unclaimed suspense demat account of the Company for verification and if in order, processing the same.
- For updation of KYC and nomination details by the holders of the physical shares, the aforesaid forms along with the supporting documents are required to be submitted to the Company's RTA.
- Shareholders holding shares in electronic form are requested to send their instructions regarding updation of PAN, change/update of name, address, bank details, nomination, e-mail address, phone number directly to their DP as the same are maintained by them.
- As mandated by the Listing Regulations, your Company has designated e-mail ID **drmsoy@gmail.com** for redressal of investor complaints.
- As mandated by the Listing Regulations, request for effecting transfer of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository, except in case of transmission or transposition of shares.

ANNEXURE-A

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 and SEBI LODR

ITEM NO. 03 – RE-APPOINTMENT OF STATUTORY AUDITORS

M/s. Ishita Gupta & Associates (FRN: 024379C), Chartered Accountants, were appointed as the Statutory Auditors of the Company at the Board Meeting held on 08 November 2025 to fill the casual vacancy caused by the resignation of M/s. Sippy & Associates, Chartered Accountants (FRN: 015252N), for the Financial Year 2025-26.

Pursuant to the applicable provisions of the Companies Act, 2013 ("the Act") and the rules made thereunder, and based on the recommendation of the Audit Committee, the Board of Directors, in the best interest of the Company, has considered and recommended the re-appointment of M/s. Ishita Gupta & Associates (FRN: 024379C), Chartered Accountants, as Statutory Auditors of the Company for a term of 4 (Four) consecutive financial years commencing from the conclusion of this Annual General Meeting and continuing until the conclusion of the Annual General Meeting to be held for the Financial Year 2029-30.

M/s. Ishita Gupta & Associates (FRN: 024379C), Chartered Accountants, have given their consent to their re-appointment and have confirmed that their appointment, if made, shall be in accordance with the provisions of Sections 139 and 141 of the Act and the rules made thereunder. The Auditors have further confirmed that they satisfy the criteria for independence and eligibility prescribed under the Act and that their appointment would be within the limits prescribed under Section 141(3)(g) of the Act and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time.

The proposed remuneration payable to M/s. Ishita Gupta & Associates (FRN: 024379C), Chartered Accountants, for the Financial Year 2026-27 shall be **Rs. 50,000/- (Rupees Fifty Thousand Only),** plus applicable taxes and reimbursement of out-of-pocket expenses. The remuneration for subsequent financial years shall be determined by the Board of Directors in consultation with the Statutory Auditors and in accordance with the applicable provisions of the Act.

Brief Profile of M/s. Ishita Gupta & Associates

M/s. Ishita Gupta & Associates (FRN: 024379C), Chartered Accountants, is a professional audit firm providing audit, accounting, taxation and allied professional services to clients across India. The firm possesses extensive experience in the field of audit and assurance and holds a Peer Review Certificate issued by the Institute of Chartered Accountants of India (ICAI).

The registered office of the firm is situated at D-54, Sector-23, Sanjay Nagar, Ghaziabad, Uttar Pradesh – 201001.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board of Directors, on the recommendation of the Audit Committee, recommends the Ordinary Resolution set forth in Item No. 03 of the Notice for approval of the Members.

ITEM NO. 04 – RE-APPOINTMENT OF MR. PREM PRAKASH AS MANAGING DIRECTOR

Mr. Prem Prakash is a Promoter-Director of the Company and has over 55 years of rich and extensive experience in the industry. During his long association with the Company, he has made significant contributions towards the growth, development and overall management of the Company and possesses extensive knowledge of the business, operations, industry and commercial affairs of the Company.

Considering his vast experience, expertise, leadership capabilities and in-depth knowledge of the business and affairs of the Company, the Board of Directors, at its meeting held on 14 August 2026, based on the recommendation of the Nomination and Remuneration Committee, considered and approved, subject to the approval of the Members, the re-appointment of Mr. Prem Prakash as Managing Director of the Company for a further period of 3 (Three) years commencing from 30 September 2026 to 29 September 2029, on such terms and conditions and remuneration as may be approved by the Members and as may be determined by the Board of Directors from time to time in accordance with the applicable provisions of the Companies Act, 2013 ("the Act"), Schedule V thereto and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

In terms of Section 196(3)(a) of the Act, no person shall be appointed or re-appointed as Managing Director, Whole-time Director or Manager if he has attained the age of 70 years, unless his appointment is approved by the Members by passing a Special Resolution. The second proviso to Section 196(3)(a) further requires that the explanatory statement annexed to the notice for such resolution shall indicate the justification for appointing such person.

Mr. Prem Prakash has attained the age of 82 years. Accordingly, the proposed re-appointment of Mr. Prem Prakash as Managing Director requires approval of the Members by way of a Special Resolution.

Justification for Re-appointment

The Board, after considering the recommendation of the Nomination and Remuneration Committee, is of the view that the continued association of Mr. Prem Prakash as Managing Director is in the best interests of the Company and its stakeholders.

The proposed re-appointment is justified considering, inter alia, the following:

- Mr. Prem Prakash possesses more than 55 years of extensive experience and expertise in the industry and has deep knowledge of the Company's business and operations;
- he has been associated with the Company in a leadership capacity and possesses valuable institutional knowledge and experience relevant to the Company's continued growth and development;
- his experience and strategic guidance are considered valuable for formulation and implementation of the Company's business strategies and long-term objectives;

- his continued leadership will facilitate continuity in the management and implementation of the Company's business plans and objectives; and
- the Board and the Nomination and Remuneration Committee, after due consideration, are of the opinion that his age does not adversely affect his ability to discharge the functions and responsibilities of the office of Managing Director and that his knowledge, experience and contribution continue to be valuable to the Company.

Accordingly, the Board considers the proposed re-appointment of Mr. Prem Prakash as Managing Director for a further period of three years to be in the best interests of the Company and its stakeholders.

Remuneration

The remuneration payable to Mr. Prem Prakash shall be as approved by the Members and as may be determined by the Board of Directors from time to time, subject to the applicable provisions of the Act, Schedule V thereto and the SEBI LODR Regulations.

In the event of loss or inadequacy of profits in any financial year during his tenure, Mr. Prem Prakash shall be entitled to receive together with such perquisites, benefits and other facilities as may be permissible under the applicable provisions of Schedule V to the Act, subject to the limits and conditions prescribed thereunder.

The aforesaid remuneration shall be subject to such modifications, variations or revisions as may be permissible under the Act, Schedule V thereto and other applicable laws, rules and regulations.

The office of Mr. Prem Prakash as Managing Director shall not be liable to retirement by rotation, subject to the provisions of the Act and the Articles of Association of the Company.

Compliance with Schedule V

The Company has considered the provisions of Schedule V to the Act in relation to the proposed re-appointment and remuneration of Mr. Prem Prakash. The Board is of the opinion that his proposed re-appointment and remuneration are in the best interests of the Company and that his experience, expertise and contribution justify his continued association with the Company.

In case of no profits or inadequacy of profits, the remuneration proposed to be paid to Mr. Prem Prakash shall be subject to the applicable provisions and limits prescribed under Section 197 read with Schedule V to the Act and the rules made thereunder.

The Company shall ensure compliance with all applicable conditions and procedural requirements prescribed under Schedule V to the Act in respect of payment of managerial remuneration.

Other Disclosures

The details relating to Mr. Prem Prakash, including his brief profile, qualifications, experience, expertise in specific functional areas, directorships in other companies, membership/chairmanship of committees of the Board of listed entities, shareholding in the Company, relationship with other Directors, and other requisite disclosures prescribed under the applicable provisions of the Act and Regulation 36(3) of the SEBI LODR Regulations, are provided in the Annexure to the Notice.

Interest of Directors and Key Managerial Personnel

Mr. Prem Prakash is concerned or interested in the proposed resolution by virtue of his proposed re-appointment as Managing Director and the remuneration proposed to be paid to him.

Mr. Pankaj Gupta, Mrs. Ruchi Gupta and Ms. Pooja Gupta, Chief Financial Officer of the Company, being related to Mr. Prem Prakash, are concerned or interested, financially or otherwise, in the proposed resolution.

Save and except the above, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, recommends the Special Resolution set out at Item No. 04 of the Notice for approval of the Members.

ITEM NO. 5 – RE-APPOINTMENT OF MR. SUJEET KUMAR (DIN: 09283629) AS AN INDEPENDENT DIRECTOR

The Board of Directors of the Company ("the Board"), at its meeting held on 14 August 2026, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), considered and approved, subject to the approval of the Members, the re-appointment of Mr. Sujeet Kumar (DIN: 09283629) as an Independent Director of the Company for a second term of 5 (Five) consecutive years with effect from 17 August 2026 to 16 August 2031, in accordance with the provisions of Section 149 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended from time to time.

The NRC and the Board, after considering the qualifications, experience, expertise, performance, contribution and knowledge of Mr. Sujeet Kumar, are of the opinion that his continued association with the Company would be beneficial to the Company and its stakeholders.

The Company has received from Mr. Sujeet Kumar the requisite declarations and confirmations, including a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI LODR Regulations.

Mr. Sujeet Kumar has confirmed that he is independent of the management of the Company and that there is no circumstance or situation which exists or may reasonably be anticipated to exist that could impair or impact his ability to discharge his duties as an Independent Director of the Company.

He has also confirmed that he is not disqualified from being appointed as a Director under the Act and has not been debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory authority.

In the opinion of the Board, Mr. Sujeet Kumar fulfils the conditions specified under the Act and the applicable provisions of the SEBI LODR Regulations for his re-appointment as an Independent Director and is independent of the management of the Company.

Mr. Sujeet Kumar shall be entitled to receive sitting fees for attending meetings of the Board and Committees thereof and such other remuneration as may be permissible under the applicable provisions of the Act and the SEBI LODR Regulations.

The proposed re-appointment of Mr. Sujeet Kumar is in accordance with Section 149(10) of the Act, pursuant to which an Independent Director shall hold office for a term of up to five consecutive years and shall be eligible for re-appointment for a second term on passing of a Special Resolution by the Company.

The Company has received the requisite notice under Section 160 of the Act proposing the candidature of Mr. Sujeet Kumar for the office of Independent Director. Mr. Sujeet Kumar has also furnished his consent to act as a Director pursuant to Section 152 of the Act and the other requisite declarations and disclosures.

The additional information relating to Mr. Sujeet Kumar, including his brief profile, qualifications, experience, expertise in specific functional areas, details of directorships in other companies, membership/chairmanship of committees of the Board of listed entities, shareholding in the Company, relationship with other Directors and other requisite information as prescribed under the Act, the applicable SEBI LODR Regulations and the applicable Secretarial Standards, is provided in the Annexure – A to this Notice.

Interest of Directors and Key Managerial Personnel

Mr. Sujeet Kumar is concerned or interested in the proposed resolution relating to his re-appointment as an Independent Director of the Company.

Save and except Mr. Sujeet Kumar and his relatives, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed Special Resolution.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, recommends the Special Resolution set out at Item No. 5 of the Notice for approval of the Members.

ITEM NO. 6 – APPOINTMENT OF MR. PANKAJ GUPTA (DIN: 00289145) AS WHOLE-TIME DIRECTOR

Mr. Pankaj Gupta is a Promoter-Director of the Company and has more than 25 years of rich and extensive experience in the industry. He has been associated with the Company as a Non-Executive Director and, considering his extensive experience, knowledge, business acumen and valuable contribution to the affairs of the Company, the Board of Directors is of the opinion that his continued association with the Company in an executive capacity would be beneficial and in the best interests of the Company.

The Board of Directors of the Company ("the Board"), at its meeting held on 14th August 2026, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), considered and approved, subject to the approval of the Members, the appointment of Mr. Pankaj Gupta (DIN:

00289145) as a Whole-time Director of the Company for a period of 3 (Three) years with effect from 14th August 2026 to 13th August 2029 on such terms and conditions, including remuneration, as may be approved by the Members and determined by the Board from time to time, in accordance with the applicable provisions of the Companies Act, 2013 ("the Act"), Schedule V thereto and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended from time to time.

Mr. Pankaj Gupta, who is presently serving as a Non-Executive Director of the Company, shall, upon his appointment as Whole-time Director, be entrusted with such powers, duties and responsibilities as may be assigned to him by the Board from time to time. His office as Whole-time Director shall be liable to retirement by rotation in accordance with the provisions of the Act and the Articles of Association of the Company.

The NRC and the Board, after considering his qualifications, experience, expertise, knowledge of the industry, familiarity with the business and affairs of the Company and contribution to the Company's growth and development, are of the opinion that his appointment as Whole-time Director will be beneficial to the Company and its stakeholders.

Mr. Pankaj Gupta has given his consent to act as Whole-time Director of the Company and has furnished the requisite declarations and disclosures confirming that he is not disqualified from being appointed as a Director under the applicable provisions of the Act.

The terms and conditions of his appointment, including remuneration, shall be as set out in the resolution and/or as may be approved by the Members and determined by the Board from time to time, subject to the provisions of the Act, Schedule V thereto and the applicable SEBI LODR Regulations.

In the event of loss or inadequacy of profits in any financial year during his tenure, the remuneration payable to Mr. Pankaj Gupta shall be subject to the applicable provisions and limits prescribed under Section 197 read with Schedule V to the Act and the rules made thereunder.

The Company shall ensure compliance with all applicable conditions and procedural requirements prescribed under the Act and Schedule V thereto in respect of his appointment and payment of managerial remuneration.

The details relating to Mr. Pankaj Gupta, including his brief profile, qualifications, experience, expertise in specific functional areas, terms and conditions of appointment, remuneration, directorships in other companies, membership/chairmanship of committees of the Board of listed entities, shareholding in the Company, relationship with other Directors and other requisite disclosures as prescribed under the applicable provisions of the Act, SEBI LODR Regulations and the applicable Secretarial Standards, are provided in the Annexure – A to this Notice.

Interest of Directors and Key Managerial Personnel

Mr. Pankaj Gupta is concerned or interested in the proposed resolution by virtue of his proposed appointment as Whole-time Director of the Company.

Mr. Prem Prakash, Mrs. Ruchi Gupta and Mrs. Pooja Gupta, being related to Mr. Pankaj Gupta, are concerned or interested, financially or otherwise, in the proposed resolution.

Save and except the above, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, recommends the resolution set out at Item No. 6 of the Notice for approval of the Members.

BY ORDER OF THE BOARD

SD/-
PREM PRAKASH
MANAGING DIRECTOR
DIN: 00289179
DATE: 28.08.2026
PLACE: NEW DELHI
ADD: 18B/1, D.B. GUPTA ROAD, KAROL BAGH, NEW DELHI-110005

ANNEXURE-B

THE E-VOTING PROCESS TO BE FOLLOWED BY THE SHAREHOLDERS TO CAST THEIR VOTES:

During the voting period, the shareholders can visit the e-Voting website **www.evotingindia.com** and select the relevant EVSN/Company for voting.

The shareholders having shares in the Demat form can login to the e-voting system using their user-id (i.e., demat account number), PAN and password provided. The shareholders having shares in Physical form can log-in using the folio number of the shares, PAN and the password provided.

After logging in, demat security holders will have to mandatorily change their password. This password can be used by demat security holders for all future voting on resolutions of companies in which they are eligible to vote. Physical security holders will be provided with a fresh password for every e-voting.

Security holders can then cast their vote on the resolutions available for voting.

Security holders can also view their resolution details on the e-voting website.

Once the security holder casts the vote, the system will not allow modification of the same.

During the voting period, security holders can login any number of times till they have voted on all the resolutions.

Instructions for E-Voting:

The instructions for shareholders voting electronically are as under:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

The voting period begins on Sunday, 27th September, 2026 at 09:00 A.M. and ends on Tuesday, 29th September, 2026 at 05:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Wednesday, 23rd September, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Login Method for Individual Shareholders holding securities in Demat Mode

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	• Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. • After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. • If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com. • Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email.
Individual Shareholders holding securities in Demat mode with NSDL Depository	• If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL (https://eservices.nsdl.com) and click on the “Beneficial Owner” icon under “Login”. Enter User ID and Password. Click on “Access to e-Voting” under e-Voting services.

	• If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. • Alternatively, visit NSDL e-Voting website (https://www.evoting.nsdl.com/) and click on "Login" under 'Shareholder/Member' section. Enter sixteen digit demat account number (NSDL Client ID/DP ID), Password/OTP. • For OTP based login, enter 8-digit DP ID, 8-digit Client Id, PAN No., and generate OTP.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Technical Issues related to Depository Logins:

Login Type	Helpdesk Details
CDSL Helpdesk	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 18002109911.
NSDL Helpdesk	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

Step 2: Login Method for Physical Shareholders and Non-Individual Shareholders in Demat Form

1) The shareholders should log on to the e-voting website **www.evotingindia.com.**
2) Click on "Shareholders" module.
3) Now enter your User ID:
  • For CDSL: 16 digits beneficiary ID,
  • For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  • Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an

earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

Field	Instruction / Action
PAN	Enter your 10 digits alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

After entering these details appropriately, click on “SUBMIT” tab.

Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

For Shareholders holding shares in physical form, the details can be used only for e- voting on the resolutions contained in this Notice.

Click on the EVSN for the relevant **DR. M. INDUSCORP LIMITED** on which you choose to vote.

On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the

Resolution and option NO implies that you dissent to the Resolution.

Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

Additional Facility for Non-Individual Shareholders and Custodian-Remote Voting only.

Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to **www.evotingindia.com** and register themselves in the "Corporates" module. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to **helpdesk.evoting@cdslindia.com.**
After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on. The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; **csinduscorp@gmail.com** (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED:

For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**
For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)

For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

Technical Support & Grievance Redressal:

If you have any queries or issues regarding attending e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 18002109911.

Grievance Redressal Officer Contact Details:

All grievances connected with the facility for voting by electronic means may be addressed to **Mr. Rakesh Dalvi, Sr. Manager, CDSL,** Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to **helpdesk.evoting@cdslindia.com** or call at toll free no. **1800 21 09911**

BY ORDER OF THE BOARD

SD/-
PREM PRAKASH
MANAGING DIRECTOR
DIN: 00289179
DATE: 28.08.2026
PLACE: NEW DELHI
ADD: 18B/1, D.B. GUPTA ROAD, KAROL BAGH, NEW DELHI-110005

ANNEXURE-C

PROFILE OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING ("AGM")

Profile: Mr. Prem Prakash (Managing Director)

Parameter	Details
Name of the Director	Mr. Prem Prakash
Date of Birth	14.12.1943
Date of Appointment	21.03.1986
Qualifications	Graduate
Expertise in specific functional areas	Mr. Prem Prakash (DIN: 00289179) has over 55 years of extensive experience in business management and administration. During the tenure, he has gained significant expertise in managing business operations, administration, and organizational affairs. He possesses comprehensive knowledge of Business Administration and other allied areas, supported by his extensive practical experience and understanding of various aspects of business management. His long-standing experience reflects his strong managerial capabilities, sound business acumen, and ability to contribute effectively to the overall management and growth of an organization.
Directorships held in other public companies (excluding foreign companies and section 8 companies)	NIL
Memberships/chairmanships of committee of other public companies (includes only Audit Committee and stakeholders' relationship committee)	NIL
Number of shares held in the company	6,36,481
Relationship with the Company	Promoter

Profile: Mr. Sujeet Kumar (Independent Director)

Parameter	Details
Name of the Director	Mr. Sujeet Kumar
Date of Birth	15.01.1987
Date of Appointment	16.08.2021
Qualifications	Graduate
Expertise in specific functional areas	He has more than 17 years of experience in Finance, with extensive knowledge of financial management, accounting, financial planning, budgeting and financial analysis. His experience and understanding of financial matters enable him to provide valuable insights and an independent perspective on financial and strategic matters of the Company.
Directorships held in other public companies (excluding foreign companies and section 8 companies)	NIL
Memberships/chairmanships of committee of other public companies (includes only Audit Committee and stakeholders' relationship committee)	NIL
Number of shares held in the company	NIL
Relationship with the Company	NA

Profile: Mr. Pankaj Gupta (Whole-Time Director)

Parameter	Details
Name of the Director	Mr. Pankaj Gupta
Date of Birth	05.09.1980
Date of Appointment	20.11.2015
Qualifications	Graduate
Expertise in specific functional areas	He has more than 25 years of experience in Business Administration, strategic planning, business development and overall management of business operations. He has extensive experience in managing organizational affairs, developing business strategies, overseeing operations and supporting the Company’s growth and long-term objectives. His rich experience and practical knowledge contribute significantly to the effective management and decision-making of the Company.
Directorships held in other public companies (excluding foreign companies and section 8 companies)	NIL
Memberships/chairmanships of committee of other public companies (includes only Audit Committee and stakeholders’ relationship committee)	NIL
Number of shares held in the company	160494
Relationship with the Company	Promoter